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[additional parties in signature block]

UNITED STATES DISTRICT COURT

**FOR THE NORTHERN DISTRICT OF CALIFORNIA**

Amanda Houghton, Charles Douglas; and Susan Franklin,

## Plaintiffs,

V.

Compound DAO; Robert Leshner; Geoffrey Hayes; AH Capital Management, LLC; Polychain Alchemy, LLC; Bain Capital Ventures (GP), LLC; Gauntlet Networks, Inc.; Paradigm Operations LP.

## Defendants.

Case No. 3:22-cv-07781-WHO

**JOINT STIPULATION AND  
[PROPOSED] ORDER SETTING  
DEADLINES RE: THE SECOND  
AMENDED COMPLAINT**

1 Plaintiffs Amanda Houghton, Charles Douglas, and Susan Franklin, individually and on  
 2 behalf of all others similarly situated (“Plaintiffs”), and Defendants Robert Leshner, Geoffrey  
 3 Hayes, AH Capital Management, LLC, Polychain Alchemy, LLC, Bain Capital Ventures (GP),  
 4 LLC, Gauntlet Networks, Inc., and Paradigm Operations LP (“Defendants” and, with Plaintiffs,  
 5 the “Parties”) hereby stipulate and agree as follows:

6 **WHEREAS**, on December 8, 2022, Plaintiffs filed the Complaint (ECF No. 1) in the  
 7 above-captioned action;

8 **WHEREAS**, on March 31, 2023, Plaintiffs filed the First Amended Complaint (ECF No.  
 9 76);

10 **WHEREAS**, on November 4, 2024, Plaintiffs filed a Motion for Leave to Amend the First  
 11 Amended Complaint (“Motion to Amend”) (ECF No. 202);

12 **WHEREAS**, on January 28, 2025, proceedings were stayed pending resolution of  
 13 Defendants’ appeal to the Ninth Circuit of the Court’s order denying Defendants’ motion to  
 14 compel arbitration (ECF No. 242), and the Motion to Amend was administratively terminated,  
 15 with the Clerk’s Notice stating that “[t]he motions may be re-noticed when the stay is lifted” (ECF  
 16 No. 243);

17 **WHEREAS**, on October 21, 2025, the Ninth Circuit affirmed the Court’s denial of  
 18 Defendants’ motion to compel arbitration, *Houghton v. Polychain Alchemy, LLC*, 2025 WL  
 19 2965204 (9th Cir. Oct. 21, 2025);

20 **WHEREAS**, the mandate subsequently issued on November 12, 2025 (ECF No. 248);

21 **WHEREAS**, Plaintiffs sent to Defendants a proposed Second Amended Complaint on  
 22 December 12, 2025, which, *inter alia*, names Polychain Ventures LP, Polychain Master Fund I  
 23 LP, Polychain Parallel Fund I LP, and Dfinity Ecosystem Fund LP, as proposed additional  
 24 defendants (the “Proposed Defendants”);

25 **WHEREAS**, in the interest of efficiency and streamlining motion practice, Defendants  
 26 will not object to the filing of the Second Amended Complaint in view of Plaintiffs’ agreement  
 27 that all of Defendants’ and Proposed Defendants’ rights, claims, and defenses in connection with  
 28 the claims asserted in the proposed Second Amended Complaint are expressly preserved;

1       **WHEREAS**, the Parties met and conferred and jointly agreed to a schedule for briefing on  
2 any motion to dismiss the proposed Second Amended Complaint (“Motions to Dismiss”);  
3

4       **THEREFORE, IT IS HEREBY STIPULATED AND AGREED**, pursuant to Civil  
5 Local Rules 6-1, 6-2, and 7-12, by and between the undersigned counsel for the Parties, subject to  
6 Court approval, as follows:

- 1       1. Plaintiffs shall file the Second Amended Complaint within one business day of the  
2           Court’s order entering this stipulation;
- 3       2. The filing of the Second Amended Complaint shall be without prejudice to any of  
4           Defendants’ or Proposed Defendants’ rights, claims, or defenses, and shall in no  
5           way impair or waive any of Defendants’ or Proposed Defendants’ rights to raise (in  
6           a Motion to Dismiss or otherwise) any defense in response to Plaintiffs’ claims that  
7           could have been raised in an opposition to a motion to amend, including, but not  
8           limited to, any argument or defense that the Proposed Defendants cannot properly  
9           be added as defendants to this action;
- 10       3. Defendants and/or Proposed Defendants shall file any Motions to Dismiss within  
11           14 days of the filing of the Second Amended Complaint;
- 12       4. Plaintiffs shall file any oppositions to the Motions to Dismiss by 21 days after the  
13           filing of any Motions to Dismiss;
- 14       5. Defendants and Proposed Defendants shall file any replies in support of the  
15           Motions to Dismiss by 14 days after the filing of such oppositions;
- 16       6. Any Defendant or Proposed Defendant need not answer the Second Amended  
17           Complaint until after the Court adjudicates all Motions to Dismiss, and the Parties  
18           agree to meet and confer within five business days of the Court’s ruling on the  
19           Motions to Dismiss to set a deadline for Defendants to answer the Second Amended  
20           Complaint; and
- 21       7. Plaintiffs agree that they will not conduct discovery with respect to the Proposed  
22           Defendants prior to the deadline to file any Motion to Dismiss, and further agree

1 not to conduct discovery with respect to the Proposed Defendants during the  
2 pendency of any Motion to Dismiss filed by the Proposed Defendants.  
3

4 DATED: January 14, 2026  
5

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10  
11 **PURSUANT TO STIPULATION, IT IS SO ORDERED**

12 Dated: \_\_\_\_\_, 2026

13 By: \_\_\_\_\_  
HONORABLE WILLIAM H. ORRICK III  
UNITED STATES DISTRICT JUDGE

14  
15 **FILER'S ATTESTATION**

16 I, Samuel Levander, am the ECF User whose ID and password are being used to file this  
17 Joint Stipulation And [Proposed] Order Setting Deadlines re: Plaintiffs' Motion for Leave to  
18 Amend the First Amended Complaint. In compliance with Civil Local Rule 5-1, I hereby attest  
19 that concurrence in the filing of this document has been obtained from each of the other signatories.

20  
21 By: /s/ Samuel Levander  
22 Samuel Levander